

BYLAWS
The Utah Brain Injury Council

ARTICLE I NAME

The name of this organization shall be the *Utah Brain Injury Council*, hereinafter referred to in these Bylaws as the UBIC.

ARTICLE II PURPOSE

The purpose of the UBIC shall be to advocate for, facilitate, educate and guide the implementation of a permanent and sustainable statewide traumatic brain injury system.

ARTICLE III MEMBERS

The UBIC will be comprised of 25 to 35 members representing multiple constituencies, including membership of at least 30% adults with TBI and family members of persons with TBI and at least 20% representation of culturally diverse populations. Members must commit to serve on the UBIC for at least 12 months. There will be no limits to the number of years an individual may serve on the UBIC.

ARTICLE IV UBIC MEETINGS

Section 1 Number of Meetings

The UBIC shall meet at least four (4) times during the year during the months of January, April, July and October or as deemed necessary by the Chairperson of the UBIC.

Section 2 Attendance at Meetings

The UBIC Executive Committee will continually review meeting attendance and may recommend the removal of any member who fails to attend two (2) consecutive meetings of the UBIC within any given twelve month period without just cause. Any individual missing two consecutive meetings without just cause will be contacted by a member of the Executive Committee to inquire regarding their interest to continue on the Council and/or will be replaced

ARTICLE V OFFICERS

Section 1 Titles

The UBIC shall have three (3) officers known as the Chairperson, Chairperson-Elect, and Secretary.

Section 2 Power of Officers

The Chairperson shall be the principal executive officer of the UBIC. The Chairperson shall preside at all meetings of the UBIC, shall be the spokesperson for the UBIC, may sign all instruments and documents as may be authorized by the

UBIC, and shall perform all other duties incident to the office of Chairperson as prescribed by the UBIC.

In the absence of the Chairperson, or in the event of the Chairperson's failure to serve, the Chairperson-Elect shall be empowered to perform the duties and functions as the Chairperson.

Section 3 Chairperson Job Descriptions and Term of Office

The Chairperson of the UBIC shall serve for one year and shall preside over the meetings of the UBIC and its Executive Committee.

The Chairperson of the UBIC will act as the spokesperson for the Utah Brain Injury Council. They will chair the UBIC quarterly Council meetings and the monthly UBIC Executive Committee meetings. The Chairperson will set the agenda items and approve the draft minutes prior to final approval of the Council. The Chairperson will work in cooperation with the Grant Administrative staff to assure that the Grant goals and objectives are carried out and accomplished.

The Utah Brain Injury Grant Administrative team will handle the day-to-day administration of the grant to assure that the Grant objectives and deliverables are met and that the grant stays within budget. The Administrative team will provide administrative support functions to the council such as scheduling meetings, taking minutes and providing any secretarial support as needed by the Chairperson.

Section 4 Elections

The Chairperson-Elect shall be elected for one year and will automatically become Chairperson for the next year.

Election of the Chairperson-Elect shall be held at the last UBIC meeting of each calendar year (January through December) and the Chairperson-Elect shall take office January 1ST of the next calendar year.

An election committee comprised of UBIC members organized as an Ad Hoc committee will obtain names to present to the council for vote one month prior to the election.

Candidates must be of good standing of the UBIC.

Section 5 Voting

Election of the Chairperson-Elect and Secretary under this Article shall be made by a plurality of votes cast by the current members of the UBIC via email prior to the end of the term of office.

Section 6 Vacancies

If for any reason a vacancy occurs in the office of Chairperson, then the Chairperson-Elect shall immediately assume the office of Chairperson for the duration of the

unexpired term and shall serve the succeeding full year as Chairperson. A new Chairperson-Elect shall be nominated prior to the next meeting and be elected at the next meeting of the full UBIC, and the person so elected shall serve out the unexpired term and shall serve the succeeding full year as Chairperson-Elect.

If for any reason a vacancy occurs in the office of the Secretary, a new Secretary shall be nominated prior to the next meeting and be elected at the next meeting of the full UBIC. The newly elected Secretary shall serve out the unexpired term and be eligible to be nominated for the Secretary position during the nominations for the following year.

Section 7 Removal of Officers

Officers and council members may be removed from office by a three-fourths (3/4ths) affirmative vote of the UBIC membership during a scheduled meeting. Voting for removal from office shall be based upon just cause.

ARTICLE VI SUBCOMMITTEES AND AD HOC COMMITTEES

Section 1 Subcommittees

There shall be the following subcommittees:

Training and Education

The committee shall increase awareness and knowledge of brain injury, promote practices to decrease incidence of brain injury, and develop specialized training for professionals working with individuals with brain injuries.

Information and Resource Dissemination

The committee shall identify areas where information and resources are not readily available in regards to brain injury and develop strategies to meet these needs. Information and Resources may be disseminated through website development, pamphlet and brochure development and any other method that makes information and resources readily available.

Community Initiatives and Sustainability

The committee shall promote community initiatives that will provide sustainability of a state wide brain injury support system

The Community Initiatives and Sustainability Subcommittee may also include a Fundraising Chair (to become Budget Officer if funds become available).

Section 2 Membership

The committee shall assure the timely recruitment, orientation and participation of UBIC members and other meeting attendees. The committee shall nominate UBIC officers, recognize participant service and develop liaisons with other agencies. The committee shall monitor and maintain UBIC bylaws and subcommittee structure.

Section 3 Subcommittee Chairpersons

Each subcommittee shall have a chairperson who is a member of the UBIC or two co-chairpersons who are members of the UBIC.

The chairperson(s) of each subcommittee shall be appointed by the Chairperson of the UBIC with UBIC's approval at the first full UBIC meeting each calendar year.

Section 4 Subcommittee Term of Appointment

The term of appointment for each chairperson and member of a subcommittee shall be one year. Chairpersons and committee members may be re-appointed.

Each subcommittee chairperson shall be appointed by the UBIC Chairperson with approval of the UBIC. The chairperson(s) of each subcommittee shall be appointed by the first UBIC meeting of the calendar year.

Section 5 Subcommittee Membership

The size of each subcommittee shall be determined by each committee chairperson(s). It is not necessary that members of the committees, other than the committee chairperson(s), be members of the UBIC.

Section 6 Subcommittee Purpose

The purpose of each subcommittee shall be one of advice and recommendation to the UBIC and shall have no power independent of the UBIC.

Section 7 Subcommittee Meetings

The chairperson(s) of each Subcommittee shall develop an agenda and conduct committee meetings as necessary.

Section 8 Subcommittee Meetings Minutes

Subcommittees shall maintain written summaries of meetings and report to the UBIC at each meeting as requested.

Section 9 Removal of a Subcommittee Chairperson

Chairpersons of subcommittees may be removed from office by the UBIC Chairperson with a three-fourths (3/4ths) affirmative vote of the members present at a full UBIC meeting.

Section 10 Ad Hoc Committees

The Chairperson of the UBIC, or the UBIC itself may, from time-to time, establish ad hoc committees as deemed necessary.

The chairperson of each ad hoc committee shall be appointed by the Chairperson of the UBIC with UBIC's approval at the time of the ad hoc committee's formation.

The term of appointment for members of an ad hoc committee shall be the duration of the committee. It is not necessary that members of ad hoc committees, other than the committee chairperson, be members of the UBIC.

ARTICLE VII THE EXECUTIVE COMMITTEE

Section 1 Composition

There shall be an Executive Committee of the UBIC, which shall consist of the Chairperson, Chairperson-Elect, Secretary, and Subcommittee Chairpersons, as well as the Utah Brain Injury Grant Program Director and Program Coordinator.

The Utah Brain Injury Grant Contractors shall be invited to participate in a non-voting role.

Section 2 Authority

The Executive Committee shall be charged with the responsibility of making recommendations and carrying out directives of the UBIC. Any recommendations made, or directives carried out in good faith by the Executive Committee without prior approval of the UBIC, shall be subsequently discussed at the next UBIC meeting to sustain the recommendation.

ARTICLE VIII MISCELLANEOUS

Section 1 Quorum

At least a majority of the members of the UBIC or the Executive Committee must be present in person or via phone at their respective meetings in order to conduct business.

Section 2 Conflict of Interest

No UBIC member shall knowingly participate in: the development of; review or deliberation of; advice on; or vote on any fiscal matter in which they, their family, business, employer, or professional affiliation may procure funds from the Utah Brain Injury Grant. All UBIC members must sign Conflict of Interest form annually.

Section 3 Speaking on Behalf of the UBIC

The primary person to speak on behalf of the UBIC shall be the Chairperson and/or Chairperson elect. No member may speak on behalf of the UBIC before the Council has adopted a position on an issue and has authorized that person. In the event of an emergency situation, the Executive Committee may establish a position.

Section 4 Honorary Membership

Honorary membership shall be for those individuals the UBIC selects to honor. Membership may be time-limited, renewable and granted to:

- individuals providing distinguished service
- past chairpersons

- other outstanding contributors

Honorary members may:

- attend and participate at meetings
- sit at the table
- serve on committees
- remain on the mailing list
- not participate in voting

Section 5 Ex officio Membership

Ex officio membership shall be for individuals who, by virtue of their office or position with other organizations, have an interest in the mission of the UBIC.

Ex officio members may:

- attend and participate at meetings
- sit at the table
- serve on committees
- remain on the mailing list
- not participate in voting

When an ex officio member ceases to represent said organization, his or her membership on the UBIC automatically terminates.

Section 6 Authority and Administrative Support

The UBIC will function as an advisory council to the Utah Brain Injury Grant Lead Agency (Division of Services for People with Disabilities) and will receive administrative and secretarial support from the lead agency to assist in carrying the duties of the UBIC.

ARTICLE IX AMENDMENT OF BYLAWS

These Bylaws can only be amended, in whole or in part, by a three-fourths (3/4ths) affirmative vote of the UBIC membership present at an authorized meeting, if all members have been notified in writing of proposed changes at least two weeks in advance of the meeting.